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 AU Optronics Corporation and  
 AU Optronics Corporation America

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA - SAN FRANCISCO DIVISION

IN RE: TFT-LCD (FLAT PANEL)  
 ANTITRUST LITIGATION

Master File No. 3:07-md-1827 SI  
 MDL No. 1827

THIS DOCUMENT RELATES TO:

*AT&T Mobility LLC et al v. AU Optronics Corporation, et al.*, Case No. 09-cv-4997

*Best Buy Co., Inc., et al. v. AU Optronics Corporation, et al.*, Case No. 10-cv-4572

*Costco Wholesale Corporation v. AU Optronics Corporation, et al.*,  
 Case No. 11-cv-0058

*Dell Inc. et al. v. Sharp Corporation, et al.*,  
 Case No. 10-cv-1064

*Eastman Kodak Company v. Epson Imaging Devices Corporation, et al.*,  
 Case No. 10-cv-5452

*Electrograph Systems, Inc., et al. v. Epson Imaging Devices Corp., et al.*,  
 Case No. 10-cv-0117

*Motorola, Inc. v. AU Optronics Corporation, et al.*, Case No. 09-cv-5840

(continued on next page)

**STIPULATION AND [PROPOSED]  
 RECOMMENDATION AND ORDER  
 REGARDING AUO PROPOSED  
 EXPERT WITNESSES**

1 *Target Corp. et al. v. AU Optronics*  
 2 *Corporation, et al.*, Case No. 10-cv-4945

3 *TracFone Wireless, Inc. v. AU Optronics*  
 4 *Corporation, et al.*, Case No. 10-cv-3205

5 *State of Missouri, et al. v. AU Optronics*  
 6 *Corporation, et al.*, Case No. 10-cv-3619

7 *State of Florida v. AU Optronics Corporation,*  
 8 *et al.*, Case No. 10-cv-3517

9 The undersigned Direct Action Plaintiffs and State Attorney Generals (“Plaintiffs”) and  
 10 Defendants AU Optronics Corporation and AU Optronics Corporation America (collectively,  
 11 “AUO”) hereby stipulate as follows:

12 WHEREAS AUO intends to call certain expert witnesses to testify in its defense in the  
 13 action entitled *United States v. AU Optronics Corp., et al.*, Case No. CR-09-0110 (SI) (hereafter  
 14 “the Criminal Case”) and seeks to call some of those same expert witnesses (hereafter “Proposed  
 15 Expert Witnesses”), or some of them, to testify in the above-captioned actions;

16 WHEREAS the parties seek to make mutually agreeable and orderly arrangements for  
 17 discovery of the Proposed Expert Witnesses and their proposed testimony, such arrangements to  
 18 be scheduled later than the deadlines set forth in the Order re: Pretrial and Trial Schedule (Dkt.  
 19 2165) and the Stipulation and Order Modifying Pretrial Schedule for “Track One” Direct Action  
 20 Plaintiff and State Attorney General Cases, filed July 14, 2011 (Dkt. No. 3110);

21 WHEREAS, AUO on November 3, 2011 disclosed the Proposed Expert Witnesses,  
 22 among others, on whose expert testimony it intends to rely in the above-captioned actions;

23 NOW, THEREFORE, Plaintiffs and AUO, through their undersigned liaison counsel and  
 24 counsel, stipulate and request that the Special Master recommend as follows:

25 1. This Stipulated Recommendation and Order pertains only to proposed experts  
 26 Dayle Carlson, Dr. Thomas Gold, Dr. Doug Guthrie, Dr. Robert Hall, Dr. Larry Samuelson, Dr.  
 27 Richard Schmalensee and Ross Young (hereafter, “Proposed Expert Witnesses”). Within 60  
 28 days after the Proposed Expert Witness testifies in the Criminal Case (or within 60 days after the  
 Court enters an order excluding the testimony), and so long as the Plaintiffs’ experts have

1 already disclosed their reports, AUO will produce the expert's Rule 26 civil disclosures to  
2 Plaintiffs in accordance with the Federal Rules and this Court's prior orders governing expert  
3 disclosures. So long as Plaintiffs' experts have already given depositions, depositions of the  
4 Proposed Expert Witnesses will be scheduled in San Francisco within 45 days after the reports  
5 are produced, unless Plaintiffs determine in their sole discretion that a later date would be more  
6 appropriate.

7       2. Plaintiffs shall designate rebuttal experts, if any, and produce their Rule 26  
8 disclosures within six weeks after the report of each Proposed Expert Witness is received, but in  
9 any event no later than 14 days before trial. Plaintiffs need not duplicate material already  
10 disclosed in prior reports or depositions given by their experts; all prior reports and deposition  
11 testimony of Plaintiffs' experts shall be deemed offered in rebuttal of AUO's Proposed Expert  
12 Witnesses to the extent they are relevant. Irrespective of whether the Plaintiffs' experts produce  
13 any new reports in response to the reports of the Proposed Expert Witnesses, Plaintiffs' experts  
14 can offer testimony at trial critiquing AUO's experts and their analysis. If the Plaintiffs rely on  
15 new experts, those experts shall produce reports and shall be deposed.

16       3. With regard to the reports and depositions anticipated by Paragraphs 1 and 2, the  
17 parties will meet and confer in good faith an effort to expedite the process, including  
18 consideration of whether certain reports or depositions can be eliminated. Both parties will  
19 cooperate informally in providing information about the underlying data and analyses used in the  
20 reports.

21       4. Unless explicitly stated, nothing in this Stipulation and Order is intended to  
22 modify any other Order of the Court or the Special Master, including without limitation the  
23 Order re: Pretrial and Trial Schedule filed Nov. 23, 2010 (Dkt. no. 2165 and 2165-1), nor does  
24 this Order prevent any party from seeking further modifications to that or any other Order.

25 ///

26 ///

27 ///

28

1 Dated: November 17, 2011

NOSSAMAN LLP

2 By: /s/ Carl L. Blumenstein  
3 Carl L. Blumenstein

4 Attorneys for Defendants  
5 AU Optronics Corporation and  
AU Optronics Corporation America

6 Dated: November 17, 2011

CROWELL & MORING LLP

7 By: /s/ Jerome Murphy  
8 Jerome Murphy

Liaison Counsel for Direct Action Plaintiffs

9  
10 Dated: November 17, 2011

STATE OF FLORIDA

11 By: /s/ Lizabeth Brady  
12 Lizabeth Brady

13 Office of the Attorney General, State of Florida  
14 PL-0 1, The Capitol  
Tallahassee, FL 32399-1050  
15 Counsel for Plaintiff State of Florida

16 Dated: November 17, 2011

STATE OF MISSOURI

17 By: /s/ Anne E. Schneider  
18 Anne E. Schneider

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P. O. Box 899  
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20 Counsel for Plaintiff State of Missouri

21 Dated: November 17, 2011

STATE OF ARKANSAS

22 By: /s/ David A. Curran  
23 David A. Curran

24 Assistant Attorney General  
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323 Center Street, Suite 500  
Little Rock, AR 72201  
25 Counsel for Plaintiff State of Arkansas

26 (Signatures continued on next page)

1 Dated: November 17, 2011

STATE OF MICHIGAN

2 By: /s/ M. Elizabeth Lippitt  
M. Elizabeth Lippitt  
3 Assistant Attorney General  
Michigan Attorney General Office  
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5 525 West Ottawa Street, 6th Floor  
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6 *Counsel for Plaintiff State of Michigan*

7 Dated: November 17, 2011

STATE OF WEST VIRGINIA

8 By: /s/ Douglas L. Davis  
Douglas L. Davis  
9 Assistant Attorney General  
West Virginia Attorney General Office  
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11 *Counsel for Plaintiff State of West Virginia*

12 Dated: November 17, 2011

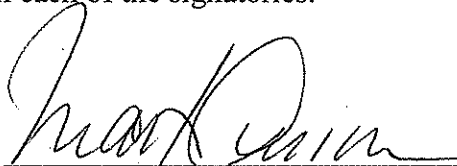
STATE OF WISCONSIN

13 By: /s/ Gwendolyn J. Cooley  
Gwendolyn J. Cooley  
14 Assistant Attorney General  
Wisconsin Department of Justice  
15 PO Box 7857  
Madison, WI 53707  
16 *Counsel for Plaintiff State of Wisconsin*

17  
18 Attestation: Pursuant to General Order 45, Part X-B, the filer attests that concurrence in  
19 the filing of this document has been obtained from each of the signatories.


20 **IT IS SO RECOMMENDED.**

21 Dated: 11/21/11

22   
Martin Quinn  
23 Special Master

24 **IT IS SO ORDERED.**

25 Dated: 11/22/11

26   
The Honorable Susan Illston  
27 United States District Judge